

8.12	Applicable Law	42
	<b>Article 9. Amendment and Termination</b>	<b>43</b>
9.1	Amendments	43
9.2	Provision Against Diversion	43
9.3	Distribution on Termination or Partial Termination	43
9.4	Successor Employer	44
9.5	Transfers, Mergers, and Consolidations	44
	<b>Article 10. Participation by Affiliates</b>	<b>45</b>
10.1	Participation in the Plan	45

## **Article 1. Establishment of the Plan**

### **1.1 Establishment of the Plan**

Carlisle Corporation and its affiliate, Continental Carlisle Incorporated, have established and now maintain a number of separate qualified defined benefit pension plans for the benefit of various groups of their bargaining and nonbargaining hourly employees.

Such Plans are:

- (a) Retirement Plan for Hourly-Paid Employees of Carlisle Tire & Wheel Company Division of Carlisle Corporation;
- (b) Retirement Plan for Bargaining Unit Employees of Motion Control Industries Division of Carlisle Corporation;
- (c) Pension Plan for Bargaining Unit Employees of Carlisle Engineered Products—Crestline;
- (d) Pension Plan for Bargaining Unit Employees of the Canton, Ohio Plant of Geauga Company Division of Carlisle Corporation;
- (e) Retirement Plan for Hourly-Paid Employees of Continental Carlisle Incorporated Subsidiary of Carlisle Corporation;
- (f) Retirement Plan for Hourly-Paid Employees of the Fredericksburg, Virginia and Lancaster, Pennsylvania Plants of Motion Control Industries Division of Carlisle Corporation;
- (g) Retirement Plan for Hourly-Paid Employees of Carlisle Braking Systems Division of Motion Control Industries Subsidiary of Carlisle Corporation;
- (h) National Friction Products Division of Motion Control Industries Hourly Employees' Retirement Income Plan; and
- (i) Retirement Plan for Bundy Park Bargaining Unit Employees of Carlisle Engineered Products, Inc.

### **1.2 History of Plans**

The history applicable to each of the foregoing separate plans, or any other separate plan hereunder, from their respective effective dates through the dates such plans are integrated under this master retirement plan, summarized in the Supplement applicable to each Participating Group.

### **1.3 Integration Under Master Plan Format**

Each of the separate plans set out in section 1.1 is amended and restated so that on and after January 1, 1997 each separate plan shall be contained in—

- (a) this master plan document containing provisions common to all Plans; and
- (b) a Supplement containing special provisions applicable only to Hourly Employees covered by the particular separate plan.

In addition, the Company may establish other qualified plans for additional Participating Groups of its Hourly Employees, or may integrate other existing hourly pension plans under this master plan format, by adopting a Supplement with respect to such Participating Groups.

#### **1.4 Restatement of Master Plan**

The master plan contained in this document is hereby amended and restated effective as of January 1, 1997 to conform the Plan to the General Agreement on Tariffs and Trade as approved by the Uruguay Round Agreements Act, the Uniformed Service Employment and Reemployment Rights Act of 1994, the Small Business Job Protection Act of 1996, the Taxpayer Relief Act of 1997, and related regulations and rulings, to make technical and conforming changes, and to revise the master plan in other particulars.

#### **1.5 Applicability of the Plans**

Except as otherwise provided in a Supplement, each Plan shall be applicable only with respect to Hourly Employees who are in the active employment of the Employer on or after January 1, 1997.